



FILED

JAN 19 2016

OFFICE OF
INSURANCE REGULATION
Docketed by:

OFFICE OF INSURANCE REGULATION

KEVIN M. MCCARTY
COMMISSIONER

IN THE MATTER OF:

CASE NO.: 184128-15-CO

HANNOVER RÜCK SE
_____ /

CONSENT ORDER

THIS CAUSE came on for consideration as a result of an agreement between HANNOVER RÜCK SE (hereinafter referred to as “HANNOVER”) and the FLORIDA OFFICE OF INSURANCE REGULATION (hereinafter referred to as the “OFFICE”) regarding HANNOVER’s status as a Certified Reinsurer in the state of Florida. Following a complete review of the record, and upon consideration thereof, and being otherwise fully advised in the premises, the OFFICE hereby finds as follows:

1. The OFFICE has jurisdiction over the subject matter and of the parties herein.
2. HANNOVER is a Certified Reinsurer in the state of Florida pursuant to Section 624.610(3)(e), Florida Statutes, Rule 69O-144.007, Florida Administrative Code, and the Consent Order that was executed by HANNOVER and the OFFICE on February 24, 2010, case number 108275-09-CO (“Consent Order 108275-09-CO,” attached as Exhibit A).

3. The Consent Order was amended twice: first, by Order of the OFFICE dated December 26, 2012, to extend HANNOVER’s status as a Certified Reinsurer¹; and second, by

¹ HANNOVER was previously referred to as an “Eligible Reinsurer” in Florida. However, Rule 69O-144.007, Florida Administrative Code, was amended effective July 28, 2015, to substitute

Consent Order between HANNOVER and the OFFICE dated Feb 2, 2015, to reduce the collateral HANNOVER is required to post for the ceding insurer to take one hundred percent (100%) credit in its financial statement on account of such reinsurance ceded from twenty percent (20%) to ten percent (10%) (collectively, the “Amendments,” attached as Exhibits B and C, respectively).

4. To consolidate the Amendments and Consent Order 108275-09-CO and to extend, without interruption, HANNOVER’s status as a Certified Reinsurer in the state of Florida, HANNOVER and the OFFICE hereby execute this Consent Order and agree that it shall supersede Consent Order 108275-09-CO and govern HANNOVER’s status as a Certified Reinsurer in the state of Florida.

5. HANNOVER represents that its purpose for being a Certified Reinsurer under Section 624.610(3)(e), Florida Statutes, and Rule 69O-144.007, Florida Administrative Code, is to allow ceding insurers to take credit in their accounting and in financial statements on account of such reinsurance ceded without HANNOVER posting full collateral.

6. HANNOVER has represented and the OFFICE finds that HANNOVER is still in compliance with all of the requirements of the Florida Insurance Code and Florida Administrative Code to being a Certified Reinsurer in the state of Florida.

7. HANNOVER is also a certified reinsurer in the state of New York, an NAIC accredited jurisdiction.

8. Section 2.E.(7) of the National Association of Insurance Commissioners (“NAIC”) Credit for Reinsurance Model Law states:

If an applicant for certification has been certified as a reinsurer in an NAIC accredited jurisdiction, the commissioner has the discretion to defer to that

the term “certified reinsurer” for “eligible reinsurer.” Therefore HANNOVER is now classified as a Certified Reinsurer in Florida.

jurisdiction's certification, and has the discretion to defer to the rating assigned by that jurisdiction, and such assuming insurer shall be considered to be a certified reinsurer in this state.

9. Based on HANNOVER's certified reinsurer status in the state of New York, pursuant to Section 2.E.(7) of the NAIC Credit for Reinsurance Model Law and Rule 69O-144.007, Florida Administrative Code, this Consent Order shall remain in effect and HANNOVER's status as a Certified Reinsurer shall continue until either HANNOVER is no longer a Certified Reinsurer in the state of New York or HANNOVER surrenders its status, fails to meet the requirements of the Florida Insurance Code or Rule 69O-144.007, Florida Administrative Code, or has its status withdrawn pursuant to Rule 69O-144.007, Florida Administrative Code, or this Consent Order.

10. The minimum collateral a Certified Reinsurer is required to post for the ceding insurer to take one hundred percent (100%) credit in its financial statements on account of such reinsurance ceded is based on the secure rating the Certified Reinsurer is assigned by the OFFICE. Pursuant to Rule 69O-144.007(8)(e)1., Florida Administrative Code:

The maximum rating that a certified reinsurer may be assigned will correspond to its financial strength rating as outlined in subsection (4) of this rule. The Office shall use the lowest financial strength rating received from a rating agency indicated in paragraph 3(a)-(e) of this rule in establishing the maximum rating of a certified reinsurer.

11. HANNOVER represents that it currently has secure financial strength ratings of "A+" from A.M. Best, "AA-" from Standard and Poor's, and "AA-" from Fitch.

12. For purposes of Rule 69O-144.007(4), Florida Administrative Code, HANNOVER acknowledges the collateral required for the ceding insurer to take one hundred percent (100%) credit in its financial statement on account of such reinsurance ceded be no less than ten percent (10%), unless otherwise amended by the OFFICE. Said collateral requirement shall take effect for agreements incepting on or after January 1, 2015, up until such time as the

collateral requirement may be further amended by the OFFICE. For agreements incepting after January 1, 2010 and before January 1, 2015, twenty percent (20%) is still the minimum collateral HANNOVER is required to post for a ceding company to take one hundred percent (100%) credit in its financial statements on account of such reinsurance ceded to HANNOVER.

13. HANNOVER has established an acceptable Supplemental Deed pursuant to Rule 690-144.007(6), Florida Administrative Code that governs HANNOVER's supplemental reinsurance trust and provides coverage prospectively for U.S. reinsurance liabilities of all U.S. cedants or otherwise as permitted in states that adopt reduced collateral requirements.

14. Pursuant to Rule 690-144.007(8)(d)(2), Florida Administrative Code, HANNOVER shall assume only the kind or kinds of reinsurance ceded by ceding insurers for which HANNOVER is authorized in its domiciliary jurisdiction. HANNOVER represents that under the Supplemental Deed such kind or kinds of reinsurance covered by the Supplemental Deed shall exclude any contract, policy of reinsurance or agreement to reinsure life insurance, annuities, title insurance, mortgage or financial guaranty insurance.

15. HANNOVER acknowledges that in order to maintain its status as a Certified Reinsurer, it is required to file annually with the OFFICE all documentation required by Rule 690-144.007(8)(h), Florida Administrative Code, no later than July 1.

16. HANNOVER submits to the jurisdiction of the United States' courts and has appointed an agent for service of process in Florida (attached as Exhibit D). Furthermore, HANNOVER agrees to post one hundred percent (100%) collateral for its Florida liabilities if it resists the enforcement of a valid and final judgment from a court in the United States or if otherwise required by the OFFICE pursuant to Rule 690-144.007, Florida Administrative Code.

17. HANNOVER affirms that all representations made herein and in connection with this Consent Order are true and material to the issuance of this Consent Order. HANNOVER further acknowledges that all requirements set forth herein are material to the issuance of this Consent Order.

18. HANNOVER agrees that it will adhere to the continuing requirements for a Certified Reinsurer as described in Rule 69O-144.007, Florida Administrative Code.

19. HANNOVER shall report to the OFFICE, Bureau of Property & Casualty Financial Oversight, any time that it is named as a party defendant in a class action lawsuit within fifteen (15) days after the class is certified, and HANNOVER shall include a copy of the complaint at the time it reports the class action lawsuit to the OFFICE.

20. HANNOVER agrees that, upon execution of this Consent Order by the OFFICE, failure to adhere to one or more of the terms and conditions contained herein may result, without further proceedings, in the withdrawal of HANNOVER's status as a Certified Reinsurer in this state in accordance with Sections 120.569(2)(n) and 120.60(6), Florida Statutes.

21. The deadlines set forth in this Consent Order may be extended by written approval of the OFFICE. Approval of any deadline extension is subject to statutory or administrative regulation limitations.

22. Each party to this action shall bear its own costs and attorneys' fees.

23. Executive Order 13224, signed by President George W. Bush on September 23, 2001, blocks the assets of terrorists and terrorist support organizations identified by the United States Department of the Treasury, Office of Foreign Assets Control. The Executive Order also prohibits any transactions by U.S. persons involved in the blocked assets and interests. The list of identified terrorists and terrorist support organizations is periodically updated at the Treasury

Department's Office of Foreign Assets Control website, <http://www.treas.gov/ofac>. HANNOVER shall adhere to the requirements of Executive Order 13224 or maintain compliance with the European Union's anti-terrorism laws.

24. HANNOVER expressly waives a hearing in this matter, the making of Findings of Fact and Conclusions of Law by the OFFICE, and all further and other proceedings to which it may be entitled by law or rules of the OFFICE. HANNOVER hereby knowingly and voluntarily waives all rights to challenge or to contest this Consent Order in any forum now or in the future available to it, including the rights to any administrative proceeding, circuit or federal court action, or any appeal.

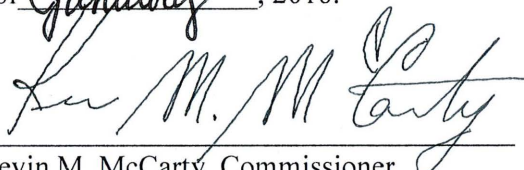
25. HANNOVER and the OFFICE agree that this Consent Order shall be deemed to be executed when the OFFICE has signed a copy of this Consent Order bearing the signature of HANNOVER or its authorized representative notwithstanding the fact that the copy was transmitted to the OFFICE electronically. Further, HANNOVER agrees that its signature as affixed to this Consent Order shall be under the seal of a Notary Public.

WHEREFORE, the agreement between HANNOVER RÜCK SE and the OFFICE OF INSURANCE REGULATION, the terms and conditions of which are set forth above, is APPROVED.

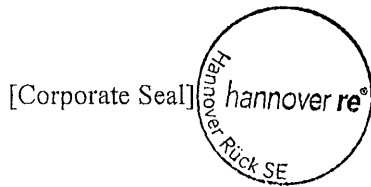
FURTHER, all terms and conditions above are hereby ORDERED.

DONE and ORDERED this 19th day of January, 2016.




Kevin M. McCarty, Commissioner
Office of Insurance Regulation

By execution hereof, HANNOVER RÜCK SE consents to entry of this Consent Order, agrees without reservation to all of the above terms and conditions of this Consent Order, and shall be bound by all provisions herein. The undersigned represents that he or she has the authority to bind HANNOVER RÜCK SE to the terms and conditions of this Consent Order.



HANNOVER RÜCK SE
By: [Signature] [Signature]
Print Name: Ulrich Wallin Jürgen Gräber
Title: Chairman of the Executive Board Member of the Executive Board
Date: Hannover, January 8, 2016

STATE OF Germany
COUNTY OF Lower Saxony

The foregoing instrument was acknowledged before me this 8 day of January 2016,
by Ulrich Wallin and Jürgen Gräber as Chairman of the Executive Board and as Member
(name of person) (type of authority; e.g., officer, trustee, attorney in fact) of the
Executive Board
for HANNOVER RÜCK SE.
(company name)

[Signature], notary
(Signature of the Notary)



(Print, Type or Stamp Commissioned Name of Notary)

Personally Known or Produced Identification

Type of Identification Produced

COPIES FURNISHED TO:

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EXHIBIT

A



FILED

FEB 24 2010

OFFICE OF
INSURANCE REGULATION
Docketed by: [Signature]

OFFICE OF INSURANCE REGULATION

KEVIN M. MCCARTY
COMMISSIONER

IN THE MATTER OF:

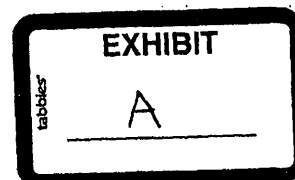
CASE NO.: 108275-09-CO

HANNOVER RUCKVERSICHERUNG AG

CONSENT ORDER

THIS CAUSE came on for consideration upon the filing of an application with the OFFICE OF INSURANCE REGULATION (hereinafter referred to as the "OFFICE") by HANNOVER RUCKVERSICHERUNG AG (hereinafter referred to as "APPLICANT") to become an Eligible Reinsurer (hereinafter referred to as "Application"), pursuant to Section 624.610(3)(e), Florida Statutes, and Rule 690-144.007, Florida Administrative Code (which is hereby incorporated by reference and attached as exhibit "A"). Following a complete review of the entire record, and upon consideration thereof, and being otherwise fully advised in the premises, the OFFICE hereby finds, as follows:

1. The OFFICE has jurisdiction over the subject matter and of the parties herein.
2. APPLICANT has applied for and, subject to the present and continuing satisfaction of the requirements, terms, and conditions established herein, met all of the



conditions precedent to becoming an Eligible Reinsurer in Florida, pursuant to the requirements set forth by the Florida Insurance Code.

3. APPLICANT is a stock insurer that is domiciled in the country of Germany whose shares are owned and controlled fifty and two hundredths percent (50.2%) by Talanx AG, a company domiciled in Germany, whose shares are owned and controlled one hundred percent (100%) by The Group Haftpflichtverband der Deutschen Industrie V.a.G. (HDI), a company domiciled in the country of Germany. APPLICANT currently holds a Trusteed Reinsurer status in Florida granted by the OFFICE on October 16, 2000.

4. APPLICANT has represented that the purpose of its Application to be become an Eligible Reinsurer under Section 624.610(3)(e), Florida Statutes, and Rule 69O-144.007, Florida Administrative Code, is to allow ceding insurers (defined in the Rule as domestic insurers) to take credit in their accounting and in financial statements on account of such reinsurance ceded without full collateral.

5. In determining APPLICANT's qualifications as an Eligible Reinsurer pursuant to Section 624.610(3)(e), Florida Statutes, and Rule 69O-144.007, Florida Administrative Code, the OFFICE has considered the following information submitted by APPLICANT or obtained by the OFFICE:

a. APPLICANT's surplus of four billion six hundred thirty-eight million and seven hundred ninety thousand U.S. Dollars (\$4,638,790,000) as reported in its financial statement as of December 31, 2008, which exceeds the one hundred million U.S. Dollars (\$100,000,000) surplus required under Section 624.610(3)(e), Florida Statutes, and Rules 69O-144.007(3) and (8)(c)(1), Florida Administrative Code;

- b. APPLICANT's secure financial strength rating from at least two (2) nationally recognized statistical rating organizations;
- c. The domiciliary regulatory jurisdiction of the APPLICANT;
- d. APPLICANT's domiciliary regulator structure and authority with regard to solvency regulation requirements and financial surveillance;
- e. The substance of financial and operating standards for reinsurers of APPLICANT's domiciliary regulator;
- f. The form and substance of financial reports or other public financial statements required to be filed by the reinsurers in APPLICANT's domiciliary regulator in accordance with generally accepted accounting principles;
- g. APPLICANT's domiciliary regulator's willingness to cooperate with United States regulators in general and the OFFICE in particular;
- h. The history and performance of reinsurers in APPLICANT's domiciliary jurisdiction; and
- i. Other pertinent information submitted by APPLICANT pursuant to Section 624.610(3)(e), Florida Statutes, and Rule 69O-144.007, Florida Administrative Code.

6. APPLICANT shall adhere to the continuing requirements for an Eligible Reinsurer as described more fully in Rule 69O-144.007, Florida Administrative Code.

7. For purposes of Rule 69O-144.007(4), Florida Administrative Code, APPLICANT acknowledges the collateral required for the ceding insurer to take one hundred percent (100%) credit in its financial statements on account of such reinsurance ceded be no less than twenty percent (20%), unless otherwise amended by the OFFICE. Said collateral requirement shall take

effect for agreements incepting on or after January 1, 2010 up until such time as the collateral requirement may be amended by the OFFICE.

8. APPLICANT has submitted with its Application a proposed Supplemental Deed of Trust (hereinafter referred to as "Supplemental Deed") for the OFFICE's approval. APPLICANT represents that the Supplemental Deed is being established pursuant to Rule 69O-144.007(6), Florida Administrative Code that would govern the APPLICANT's supplemental reinsurance trust and provide coverage prospectively for U.S. reinsurance liabilities of all U.S. cedants or otherwise as permitted in states that adopt reduced collateral requirements. The OFFICE finds the Supplemental Deed acceptable for use.

9. Pursuant to Rule 69O-144.007(8)(c)(2), Florida Administrative Code, APPLICANT shall assume only the kind or kinds of reinsurance ceded by ceding insurers that APPLICANT is authorized in its domiciliary jurisdiction. APPLICANT represents that under the Supplemental Deed such kind or kinds of reinsurance covered by the Supplemental Deed shall exclude any contract, policy of reinsurance or agreement to reinsure life insurance, annuities, title insurance, mortgage or financial guaranty insurance. Further, APPLICANT acknowledges that in accordance with Rule 69O-144.007(1), Florida Administrative Code, the eligible reinsurer status shall only pertain to property and casualty insurance and shall not apply to life and health.

10. APPLICANT shall submit to the OFFICE within ten (10) business days of execution the following:

- a) An executed copy of the amended Deed of Trust ("Existing Deed"); and
- b) An executed copy of the Supplemental Trust including written confirmation of the initial funding of the Supplemental Trust.

11. APPLICANT acknowledges that in order to maintain its eligible reinsurer status it is required to file annually with OFFICE all documentation required by Rule 69O-144.007(8)(e)(1-5), Florida Administrative Code, on or before the dates on which documentation is filed with OFFICE in respect of APPLICANT's Trusteed Reinsurer status.

12. APPLICANT submits to the jurisdiction of the United States courts and has appointed an agent for service of process in Florida (attached as exhibit "B"). Furthermore APPLICANT agrees to post one hundred percent (100%) collateral for its Florida liabilities if it resists the enforcement of a valid and final judgment from a court in the United States or if otherwise required by the OFFICE pursuant to Rule 69O-144.007, Florida Administrative Code.

13. This Consent Order shall expire on December 31st, 2012 at 11:59 PM.

14. APPLICANT shall report to the OFFICE, Bureau of Property & Casualty Financial Oversight, any time that it is named as a party defendant in a class action lawsuit, within fifteen (15) days after the class is certified, and APPLICANT shall include a copy of the complaint at the time it reports the class action lawsuit to the OFFICE.

15. APPLICANT shall pay within thirty (30) days of execution of this Consent Order, two thousand five hundred U.S. Dollars (\$2,500) for legal costs associated with this Consent Order.

16. The deadlines set forth in this Consent Order may be extended by written approval of the OFFICE. Approval of any deadline extension is subject to statutory or administrative regulation limitations.

17. APPLICANT affirms that all representations are true and all requirements set forth herein are material to the issuance of this Consent Order.

18. APPLICANT shall report to the OFFICE within sixty (60) days from the date of the execution of this Consent Order a certification evidencing compliance with all of the requirements of this Consent Order. Any exceptions shall be so noted and contained in the certification. Exceptions noted in the certification shall also include a timeline defining when the outstanding requirements of the Consent Order will be complete. Said certification shall be submitted to the OFFICE via electronic mail and directed to the attention of the Assistant General Counsel representing the OFFICE in this matter and as named in this Consent Order.

19. APPLICANT agrees that, upon execution of this Consent Order by the OFFICE, failure to adhere to one or more of the terms and conditions contained herein may result, without further proceedings, in the withdrawal of APPLICANT's status as an Eligible Reinsurer in this state, in accordance with Sections 120.569(2)(n) and 120.60(6), Florida Statutes.

20. APPLICANT expressly waives a hearing in this matter, the making of Findings of Fact and Conclusions of Law by the OFFICE and all further and other proceedings herein to which the parties may be entitled by law or rules of the OFFICE. APPLICANT hereby knowingly and voluntarily waives all rights to challenge or to contest this Consent Order in any forum now or in the future available to it, including the right to any administrative proceeding, circuit or federal court action, or any appeal.

21. Except as noted in this Consent Order, each party to this action shall bear its own costs and fees.

22. The parties agree that this Consent Order shall be deemed to be executed when the OFFICE has executed a copy of this Consent Order bearing the signature of APPLICANT or its authorized representative, notwithstanding the fact that the copy may have been transmitted to

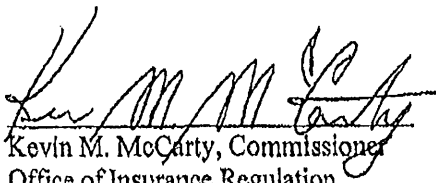
the OFFICE electronically. Further, APPLICANT agrees that its signature as affixed to this Consent Order shall be under the seal of a Notary Public.

WHEREFORE, the agreement between HANNOVER RUCKVERSICHERUNG AG and the OFFICE OF INSURANCE REGULATION, the terms and conditions of which are set forth above, is APPROVED.

FURTHER, all terms and conditions contained herein are hereby ORDERED.

DONE and ORDERED this 24th day of February, 2010.




Kevin M. McCarty, Commissioner
Office of Insurance Regulation

By execution hereof, HANNOVER RUCKVERSICHERUNG AG, consents to entry of this Consent Order, agrees without reservation to all of the above terms and conditions and shall be bound by all provisions herein. The undersigned represents that he/she has the authority to bind HANNOVER RUCKVERSICHERUNG AG to the terms and conditions of this Consent Order.



HANNOVER RUCKVERSICHERUNG AG

By: [Signature]

Print Name: ULRICH WALLIN

Title: President

Date: February 19th, 2010

Country of Germany

The foregoing instrument was acknowledged before me this 19th day of February 2010

by [Signature]

(Signature of Notary Public)



(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally Known _____ OR Produced Identification _____

Type of Identification Produced _____

COPIES FURNISHED TO:

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69O-144.007 Credit for Reinsurance from Eligible Reinsurers.

(1) Purpose. Paragraph (3)(e) of Section 624.610, F.S., gives the Commissioner the option to allow credit for reinsurance without full collateral for transactions involving assuming insurers not meeting the requirements of Sections 624.610(3)(a)-(d), F.S. These rules implement that paragraph. This rule does not apply to reinsurers that meet the requirements of Sections 624.610(3)(a)-(d), F.S. This rule is not an attempt to assert extra-territorial jurisdiction. Insurers that write in states other than Florida will need to comply with the laws of those states. This rule applies only to property and casualty insurance; it does not apply to life and health.

(2) Definitions. As used in this rule the following terms have the following meanings:

(a) "Ceding insurer" means a domestic insurer, as defined by paragraph (1) of Section 624.06, F.S.

(b) "Eligible reinsurer" means an assuming insurer which does not meet the requirements of paragraphs (3)(a), (3)(b) or (3)(c) of Section 624.610, F.S., and which has been determined by the commissioner by order to have met the requirements set forth in subsections (7) and (8) of this rule.

(c) "Eligible jurisdiction" means a jurisdiction which has met the requirements set forth in subsection (8) of this rule.

(3) With respect to reinsurance contracts entered into or renewed on or after the effective date of this rule, a ceding insurer may elect to take credit, as an asset or deduction from reserves, for reinsurance ceded to an eligible reinsurer, provided that the eligible reinsurer holds surplus in excess of \$100 million and maintains, on a stand-alone basis separate from its parent or any affiliated entities, a secure financial strength rating from at least two of the rating agencies indicated in paragraphs (a) through (d) of this subsection. The credit is subject to the limitations set forth in this rule. The rating agencies are:

- (a) Standard and Poor's;
- (b) Moody's Investors Service;
- (c) Fitch Ratings;
- (d) A.M. Best Company; or

(4) The collateral required to allow 100% credit shall be no less than the percentage specified for the lowest rating as indicated below:

Collateral Required	Best	S&P	Moody's	Fitch
0%	A++	AAA	Aaa	AAA
10%	A+	AA+, AA, AA-	Aa1, Aa2, Aa3	AA+, AA, AA-
20%	A, A-	A+, A, A-	A1, A2, A3	A+, A, A-
75%	B++, B+	BBB+, BBB, BBB-	Baa1, Baa2, Baa3	BBB+, BBB, BBB-
100%	B, B-, C++, C+, C, C-, D, E, F	BB+, BB, BB-, B+, B, B-, CCC, CC, C, D, R, NR	Ba1, Ba2, Ba3, B1, B2, B3, Caa, Ca, C	BB+, BB, BB-, B+, B, B-, CCC+, CCC, CC C-, DD

For reinsurance ceded by Florida domestic property insurers for short-tailed lines as defined below, any collateral required to be posted may be subject to a one-year deferral from the date of the first instance of a liability reserve entry as a result of a catastrophic loss from a named Hurricane. For these purposes, a short-tailed line of business is defined as any one of the following lines of business as reported on the NAIC annual financial statement:

- Line 1 Fire
- Line 2 Allied Lines
- Line 3 Farmowners multiple peril
- Line 4 Homeowners multiple peril
- Line 5 Commercial multiple peril
- Line 9 Inland marine
- Line 12 Earthquake
- Line 21 Auto physical damage

(5) Nothing in this rule shall be construed to deny the ceding insurer the ability to take credit for reinsurance for the remainder of its liabilities with an eligible reinsurer so long as those amounts are secured with acceptable collateral pursuant to Section 624.610(4), F.S.



(6) In addition to the trust fund required under paragraph (3)(c) of Section 624.610, F.S., the commissioner shall permit an assuming insurer that maintains a trust fund in a qualified United States financial institution, as that term is defined in paragraph (5)(b) of Section 624.610, F.S., for the payment of the valid claims of its United States ceding insurers and their assigns and successors in interest to also maintain in a qualified United States financial institution a trust fund constituting a trust amount at least equal to the collateral required in accordance with subsection (4) of this rule to secure the liabilities attributable to United States ceding insurers under reinsurance policies (contracts) entered into or renewed by such assuming insurer on or after the effective date of this rule or such other date as may be established in other states for ceding insurers domiciled in such states, but only when maintenance of such a trust fund serves to protect the interests of the public and the interests of insurer solvency.

(7) A ceding insurer may not take credit pursuant to this rule unless:

(a) The reinsurer has been determined, by order of the commissioner, to be an eligible reinsurer, pursuant to subsection (8) of this rule;

(b) The ceding insurer maintains satisfactory evidence that the eligible reinsurer meets the standards of solvency, including standards for capital adequacy, established by its domestic regulator;

(c) All reinsurance contracts between the ceding insurer and the eligible reinsurer must provide:

1. For an insolvency clause in conformance with Section 624.610(8), F.S.;
2. For a service of process clause in conformance with Section 624.610(3)(f)1. and 2; F.S.; and
3. For a submission to jurisdiction clause in conformance with Section 624.610(3)(f)1. and 2, F.S.

(8) Status as eligible reinsurer:

(a) Application for a determination as an eligible reinsurer under this rule shall be made by cover letter from the insurer requesting a finding of eligibility as a reinsurer pursuant to this rule. The cover letter shall be accompanied with the following:

1. Audited financial statements from inception or for the last 3 years, whichever is less, filed with its domiciliary regulator by the reinsurer or, in the case of a rated group, by the group, pursuant to or including a reconciliation to U.S. GAAP, U.S. Statutory Accounting Principles, or International Financial Reporting Standards (IFRS); the requirement for 3 years reconciliation shall be waived by the office if the commissioner determines that other provided financial information will be as useful in the determination of financial health of the reinsurer;

2. Documentation that the applicant submits to the jurisdiction of the United States courts, appoints an agent for service of process in Florida, and agrees to post 100% collateral for its Florida liabilities if it resists enforcement of a valid and final judgment from a court in the United States, or if otherwise required by the Office pursuant to this rule;

3. A report that provides information to the office as to its ceded and ceding insurance; the information may be provided in the form of the NAIC Property and Casualty Annual Filing Blank Schedule F, or in any manner that provides the Office with the same information about its ceded and ceding insurance that is disclosed by the NAIC Property and Casualty Annual Filing Blank Schedule F;

4. A list of all disputed or overdue recoverables due to or claimed by ceding insurers, whether or not the claims are in litigation or arbitration;

5. A certification from the domiciliary regulator of the insurer that the company is in good standing and that the regulator will provide financial and operational information to the Office.

(b) The determination of eligibility will be made by order executed by the Commissioner.

(c) To become an eligible reinsurer, the reinsurer, at a minimum:

1. Shall hold surplus in excess of \$100 million;
2. Shall be authorized in its domiciliary jurisdiction to assume the kind or kinds of reinsurance ceded by the ceding insurer; and,
3. Shall be domiciled in an eligible jurisdiction as defined in subsection (9).

(d) If the Commissioner determines, based upon the material submitted, and any other relevant information, that it is in the best interests of market stability and the solvency of ceding insurers, the Commissioner will find, by order, that the insurer is an eligible reinsurer and will set an amount of credit allowed for the reinsurer if lower than the amount set forth in subsection (4).

(e) Every eligible reinsurer shall file the following information annually with the Office, on the anniversary of the order granting it eligibility:

1. A statement certifying that there has been no change in the provisions of its domiciliary license or any of its financial strength ratings, or a statement describing such changes and the reasons therefor;

2. A copy of all financial statements filed with their domiciliary regulator;

3. Any change in its directors and officers;
4. An updated list of all disputed and overdue reinsurance claims regarding reinsurance assumed from U.S. domestic ceding insurers; and
5. Any other information that the Office may require to assure market stability and the solvency of ceding insurers.

(f) An eligible reinsurer must immediately advise the Office of any changes in its ratings assigned by rating agencies, or domiciliary license status.

(g) At any time, if the Commissioner determines that it is in the best interests of market stability and the solvency of ceding insurers, the Commissioner will withdraw, by order, any determination of an insurer as an eligible reinsurer or require the reinsurer to post additional collateral.

(h) If the rating of an eligible reinsurer rises above that used by the Commissioner in his or her determination of the credit allowed for the reinsurer, an affected party may petition the Commissioner for a redetermination of the credit allowed. If it is in the best interests of market stability and the solvency of ceding insurers, the Commissioner will raise the credit allowed for the reinsurer.

(9) Status as an eligible jurisdiction:

(a) The determination of a jurisdiction as an eligible jurisdiction is to be made by the Commissioner. No jurisdiction shall be determined to be an eligible jurisdiction unless:

1. The insurance regulatory body of the jurisdiction agrees that it will provide information requested by the Office regarding its eligible domestic reinsurers;
2. The Office has determined that the jurisdiction has a satisfactory structure and authority with regard to solvency regulation, acceptable financial and operating standards for reinsurers in the domiciliary jurisdiction, acceptable transparent financial reports filed in accordance with generally accepted accounting principles, and verifiable evidence of adequate and prompt enforcement of valid U.S. judgments or arbitration awards;
3. The Office has determined that the history of performance by reinsurers in the jurisdiction is such that the insuring public will be served by a finding of eligibility;
4. For non-US jurisdictions, the jurisdiction allows U.S. reinsurers access to the market of the domiciliary jurisdiction on terms and conditions that are at least as favorable as those provided in Florida law and regulations for unaccredited non-U.S. assuming insurers; and
5. There is no other documented information that it would not serve the best interests of the insuring public and the solvency of ceding insurers to make a finding of eligibility.

(b) If the NAIC issues findings that certain jurisdictions should be considered eligible jurisdictions, the Commissioner shall, if it would serve the best interests of the insuring public and the solvency of ceding insurers, make a determination that jurisdictions on the NAIC list are eligible jurisdictions.

(c) If the Commissioner determines that it is in the best interests of market stability and the solvency of ceding insurers, the Commissioner shall withdraw, by order, the determination of a jurisdiction as an eligible jurisdiction.

(10)(a) If the rating of an eligible reinsurer is below or falls below that required in subsection (4) for the respective amount of credit, the existing credit to the ceding insurer shall be adjusted accordingly. Notwithstanding the change or withdrawal of an eligible reinsurer's rating, the Commissioner, upon a determination that the interest of ensuring market stability and the solvency of the ceding insurer requires it, shall, upon request by the ceding insurer, authorize the ceding insurer to continue to take credit for the reinsurance recoverable, or part thereof, relating to the rating change or withdrawal for some specified period of time following such change or withdrawal, unless the reinsurance recoverable is deemed uncollectible.

(b) If the ceding insurer's experience in collecting recoverables from any eligible reinsurer indicates that the credit to the ceding insurer should be lower, the ceding insurer shall notify the office of this.

(11) The ceding insurer shall give immediate notice to the Office and provide for the necessary increased reserves with respect to any reinsurance recoverables applicable, in the event:

- (a) That obligations of an eligible reinsurer for which credit for reinsurance was taken under this rule are more than 90 days past due and not in dispute; or
- (b) That there is any indication or evidence that any eligible reinsurer, with whom the ceding insurer has a contract, fails to substantially comply with the solvency requirements under the laws of its domiciliary jurisdiction.

(12) The Commissioner shall disallow all or a portion of the credit based on a review of the ceding insurer's reinsurance program, the financial condition of the eligible reinsurer, the eligible reinsurer's claim payment history, or any other relevant

Information when such action is in the best interests of market stability and the solvency of the ceding insurer. At any time, the Commissioner may request additional information from the eligible reinsurer. The failure of an eligible reinsurer to cooperate with the Office is grounds for the Commissioner to withdraw the status of the insurer as an eligible reinsurer or for the disallowance or reduction of the credit granted under this rule.

(13)(a) Upon the entry of an order of rehabilitation, liquidation, or conservation against the ceding insurer, pursuant to Chapter 631, Part I, F.S., or the equivalent law of another jurisdiction, an eligible reinsurer, within 30 days of the order, shall fund the entire amount that the ceding insurer has taken, as an asset or deduction from reserves, for reinsurance recoverable from the eligible reinsurer. The insurer may request a variance and waiver from this provision as provided by Section 120.542, F.S.

(b) If an eligible reinsurer fails to comply on a timely basis with paragraph (a) of this subsection, the Commissioner shall withdraw the reinsurer's eligibility under this rule.

(14) The Commissioner may, by order, determine that credit shall not be allowed to any insurer for reinsured risk pursuant to this rule if it appears to the Commissioner that granting of the credit to the ceding insurer would not be in the public interest or serve the best interests of the ceding insurer's solvency.

(15) Nothing in this rule prohibits a ceding insurer and a reinsurer from entering into agreements establishing collateral requirements in excess of those set forth in this rule.

Specific Authority 624.308, 624.610(14) FS. Law Implemented 624.307(1), 624.610 FS. History—New 10-29-08.

Applicant Name Hannover Ruckversicherung AG

NAIC No. AA-1340125
FBIN: N/A

Uniform Consent to Service of Process

Original Designation Amended Designation
(must be submitted directly to states)

Insurer Name: Hannover Ruckversicherung AG

Previous Name (if applicable): Hannover Ruckversicherungs-Aktiengesellschaft

Home Office Address: Karl-Wiechert-Allee 50

Country: Germany NAIC Co Code: 10241
City, State, Zip: Hannover, Germany 30625

The entity named above, organized under the laws of Germany, for purposes of complying with the laws of the State(s) designate hereunder relating to the holding of a certificate of authority or the conduct of an insurance business within said State(s), pursuant to a resolution adopted by its board of directors or other governing body, hereby irrevocably appoints the officers of the State(s) and their successors identified in Exhibit A, or whose applicable appoints the required agent so designated in Exhibit A hereunder as its attorney in such State(s) upon whom may be served any notice, process or pleading as required by law as reflected on Exhibit A in any action or proceeding against it in the State(s) so designated; and does hereby consent that any lawful action or proceeding against it may be commenced in any court of competent jurisdiction and proper venue within the State(s) so designated; and agrees that any lawful process against it which is served under this appointment shall be of the same legal force and validity as if served on the entity directly. This appointment shall be binding upon any successor to the above named entity that acquires the entity's assets or assumes its liabilities by merger, consolidation or otherwise; and shall be binding as long as there is a contract in force or liability of the entity outstanding in the State. The entity hereby waives all claims of error by reason of such service. The entity named above agrees to submit an amended designation form upon a change in any of the information provided on this power of attorney.

Applicant Officers' Certification and Attestation

One of the two Officers (listed below) of the Applicant must read the following very carefully and sign:

- I acknowledge that I am authorized to execute and am executing this document on behalf of the Applicant.
- I hereby certify under penalty of perjury under the laws of the applicable jurisdictions that all of the foregoing is true and correct, executed at _____

10/5/09
Date

[Signature]
Signature of President Vice President
Andreas Larsson
Full Legal Name of President

10/5/09
Date

[Signature]
Signature of Secretary Assistant Secretary
Robert Rudolph
Full Legal Name of Secretary



Uniform Consent to Service of Process

Exhibit A

Place an "X" before the names of all the States for which the person executing this form is appointing the designated agent in that State for receipt of service of process:

<input type="checkbox"/>	AL	Commissioner of Insurance # and Resident Agent*	<input type="checkbox"/>	MT	Commissioner of Insurance #
<input type="checkbox"/>	AK	Director of Insurance #	<input type="checkbox"/>	NE	Officer of Company* or Resident Agent* (circle one)
<input type="checkbox"/>	AZ	Director of Insurance # ^	<input type="checkbox"/>	NH	Commissioner of Insurance #
<input type="checkbox"/>	AR	Resident Agent *	<input type="checkbox"/>	NV	Commissioner of Insurance of Insurance Commission # ^
<input type="checkbox"/>	AS	Commissioner of Insurance #	<input type="checkbox"/>	NJ	Commissioner of Banking and Insurance # ^
<input type="checkbox"/>	CO	Commissioner of Insurance # or Resident Agent* (circle one) ^	<input type="checkbox"/>	NM	Superintendent of Insurance #
<input type="checkbox"/>	CT	Commissioner of Insurance #	<input type="checkbox"/>	NY	Superintendent of Insurance #
<input type="checkbox"/>	DE	Commissioner of Insurance #	<input type="checkbox"/>	NC	Commissioner of Insurance
<input type="checkbox"/>	DC	Commissioner of Insurance and Securities Regulation # or Local Agent* (circle one)	<input type="checkbox"/>	ND	Commissioner of Insurance # ^
<input checked="" type="checkbox"/>	FL	Chief Financial Officer # ^	<input type="checkbox"/>	OH	Resident Agent*
<input type="checkbox"/>	GA	Commissioner of Insurance and Safety Fire # and Resident Agent*	<input type="checkbox"/>	OR	Resident Agent*
<input type="checkbox"/>	GU	Commissioner of Insurance #	<input type="checkbox"/>	OK	Commissioner of Insurance #
<input type="checkbox"/>	HI	Insurance Commissioner # and Resident Agent*	<input type="checkbox"/>	PR	Commissioner of Insurance #
<input type="checkbox"/>	ID	Director of Insurance # ^	<input type="checkbox"/>	RI	Commissioner of Insurance #
<input type="checkbox"/>	IL	Director of Insurance #	<input type="checkbox"/>	SC	Director of Insurance #
<input type="checkbox"/>	IN	Resident Agent* ^	<input type="checkbox"/>	SD	Director of Insurance # ^
<input type="checkbox"/>	IA	Commissioner of Insurance #	<input type="checkbox"/>	TN	Commissioner of Insurance #
<input type="checkbox"/>	KS	Commissioner of Insurance #	<input type="checkbox"/>	TX	Resident Agent*
<input type="checkbox"/>	KY	Secretary of State #	<input type="checkbox"/>	UT	Resident Agent* ^
<input type="checkbox"/>	LA	Secretary of State #	<input type="checkbox"/>	VT	Secretary of State #
<input type="checkbox"/>	MD	Insurance Commissioner #	<input type="checkbox"/>	VI	Lieutenant Governor/Commissioner#
<input type="checkbox"/>	ME	Resident Agent* ^	<input type="checkbox"/>	WA	Insurance Commissioner #
<input type="checkbox"/>	MI	Resident Agent *	<input type="checkbox"/>	WV	Secretary of State # @
<input type="checkbox"/>	MN	Commissioner of Commerce #	<input type="checkbox"/>	WY	Commissioner of Insurance #
<input type="checkbox"/>	MS	Commissioner of Insurance and Resident Agent* BOTH are required.	<input type="checkbox"/>		

For the forwarding of Service of Process received by a State Officer complete Exhibit B listing by state the entities (one per state) with full name and address where service of process is to be forwarded. Use additional pages as necessary. Exhibit not required for New Jersey, and North Carolina. Florida accepts only an individual as the entity and requires an email address. New Jersey allows but does not require a foreign insurer to designate a specific forwarding address on Exhibit B. SC will not forward to an individual by name; however, it will forward to a position, e.g., Attention: President (or Compliance Officer, etc.).

* Attach a completed Exhibit B listing the Resident Agent for the insurer (one per state). Include state name, Resident Agent's full name and street address. Use additional pages as necessary. (DC* requires an agent within a ten mile radius of the District).

^ Initial pleadings only. Kansas requires two signatures.

@ Form accepted only as part of a Uniform Certificate of Authority application.

MA will send the required form to the applicant when the approval process reaches that point.

Exhibit A

Exhibit B

Complete for each state indicated in Exhibit A:

State FL Name of Entity Hannover Ruckversicherung AG

Phone Number (212) 812-8322 Fax Number (212) 812-8382

Email Address rromano@lockelord.com

Mailing Address Robert A. Romano, Esq, of Looke Lord Bissoll & Liddell, LLP

Street Address Three World Financial Center, 20th Floor, New York, New York 10281

State _____ Name of Entity _____

Phone Number _____ Fax Number _____

Email Address _____

Mailing Address _____

Street Address _____

State _____ Name of Entity _____

Phone Number _____ Fax Number _____

Email Address _____

Mailing Address _____

Street Address _____

State _____ Name of Entity _____

Phone Number _____ Fax Number _____

Email Address _____

Mailing Address _____

Street Address _____

State _____ Name of Entity _____

Phone Number _____ Fax Number _____

Email Address _____

Mailing Address _____

Street Address _____

Exhibit B

Resolution Authorizing Appointment of Attorney

BE IT RESOLVED by the Board of Directors or other governing body of

Hannover Ruokversicherung AG

(company name)

this 1st day of November, 2004, that the ^{Vice Assistant} President or Secretary of said entity be and are hereby authorized by the Board of Directors and directed to sign and execute the Uniform Consent to Service of Process to give irrevocable consent that actions may be commenced against said entity in the proper court of any jurisdiction in the state(s) of

Florida

in which the action shall arise, or in which plaintiff may reside, by service of process in the state(s) indicated above and irrevocably appoints the officer(s) of the state(s) and their successors in such offices or appoints the agent(s) so designated in the Uniform Consent to Service of Process and stipulate and agree that such service of process shall be taken and held in all courts to be as valid and binding as if due service had been made upon said entity according to the laws of said state.

I, Robert Reapath CERTIFICATION Assistant Secretary of
Hannover Ruokversicherung AG
(company name)

state that this is a true and accurate copy of the resolution adopted effective the 1st day of November, 2004 by the Board of Directors or governing board at a meeting held on the 1st day of November, 2004 or by written consent dated 1st day of November, 2004.

A. J. [Signature]
Assistant Secretary

No. 21 of the Document Register of 2015


I hereby notarially certify, that the foregoing signature has been personally signed in my presence and belongs to

Ulrich Wallin, born 27.11.1954, Hannover,

who is personally known and has his business address at Karl-Wiechert-Allee 50,
30625 Hannover - where I went on request -.

The deputy notary asked for previous activities in the same matter according to § 3 para. 1
no. 7 BeurkG. The Appearer replied in the negative.

Hannover, this 16th day of January, 2015


Dr. Haupt
Notary Public





EXHIBIT

B



FILED

DEC 26 2012

OFFICE OF
INSURANCE REGULATION

Bookoted by: [Signature]

OFFICE OF INSURANCE REGULATION

KEVIN M. McCARTY
COMMISSIONER

IN THE MATTER OF:

CASE NO.: 108275-09

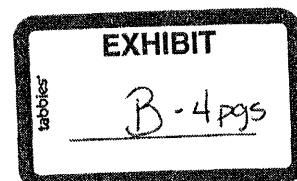
HANNOVER RUCKVERSICHERUNG AG
_____ /

ORDER

To: ULRICH WALLIN, CHAIRMAN AND CHIEF EXECUTIVE OFFICER
HANNOVER RUCKVERSICHERUNG AG
c/o Locke Lord Bissell & Liddell LLP
Three World Financial Center
New York, New York 10281
Tel. No.: 212-812-8322
E-Mail: romano@locklord.com

THIS CAUSE came on for consideration upon the pending expiration of Consent Order 108275-09-CO (attached as exhibit "A" and is hereby incorporated by reference) and by the request of HANNOVER RUCKVERSICHERUNG AG (hereinafter referred to as "HANNOVER") to extend HANNOVER's status as an Eligible Reinsurer. The OFFICE OF INSURANCE REGULATION (hereinafter referred to as the "OFFICE") following a complete review of the entire record, and upon consideration thereof, and being otherwise fully advised in the premises, the OFFICE hereby finds, as follows:

1. The OFFICE has jurisdiction over the subject matter and of the parties herein.
2. HANNOVER's status as an Eligible Reinsurer currently expires on December 31, 2012 at 11:59 PM pursuant to Consent Order 108275-09-CO.



3. HANNOVER has petitioned the OFFICE to continue its status as an Eligible Reinsurer.

4. HANNOVER has represented to the OFFICE that it has no objection to the OFFICE modifying 108275-09-CO to extend HANNOVER's status as an Eligible Reinsurer to December 31, 2015.

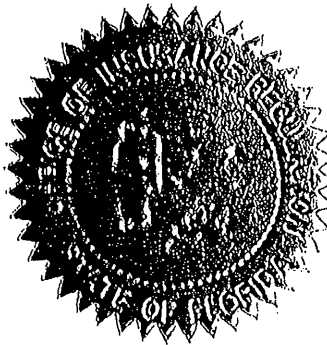
5. The OFFICE hereby finds that HANNOVER is still in compliance all of the requirements of the Florida Insurance Code, Florida Administrative Code and Consent Order 108275-09-CO in order to qualify as a Eligible Reinsurer.

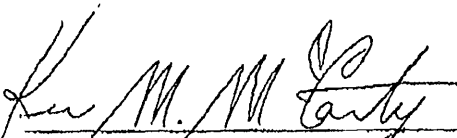
IT IS THEREFORE ORDERED:

1. Consent Order 108275-09-CO, paragraph 13, is hereby modified to "This Consent Order shall expire on December 31, 2015 at 11:59 PM, unless extended by written approval of the OFFICE."

2. All other previous terms and conditions of Consent Order 108275-09-CO remain unchanged by this Order and remain in full force and effect.

DONE and ORDERED this 26th day of December, 2012.




Kevin M. McCarty, Commissioner
Office of Insurance Regulation

COPIES FURNISHED TO:

ULRICH WALLIN, CHAIRMAN AND CHIEF EXECUTIVE OFFICER
HANNOVER RUCKVERSICHERUNG AG
c/o Locke Lord Bissell & Liddell LLP
Three World Financial Center
New York, New York 10281
Tel. No.: 212-812-8322
E-Mail: rromano@locklord.com

ROBERT A. ROMANO, PARTNER
Locke Lord Bissell & Liddell LLP
Three World Financial Center
New York, New York 10281
Tel. No.: 212-812-8322
E-Mail: rromano@locklord.com

WENCESLAO TRONCOSO
ASSISTANT GENERAL COUNSEL
Legal Services Office
Office of Insurance Regulation
200 East Gaines Street
Tallahassee, Florida 32399-4206
Telephone: (850) 413-4174
E-mail: wenceslao.troncoso@floir.com

NOTICE OF RIGHTS

Pursuant to Sections 120.569 and 120.57, Florida Statutes and Rule Chapter 28-106, Florida Administrative Code (F.A.C.), you may have a right to request a proceeding to contest this action by the Office of Insurance Regulation (hereinafter the "Office"). You may request a proceeding by filing a Petition. Your Petition for a proceeding must be in writing and must be filed with the General Counsel acting as the Agency Clerk, Office of Insurance Regulation. If served by U.S. Mail the Petition should be addressed to the Florida Office of Insurance Regulation at 612 Larson Building, Tallahassee, Florida 32399-4206. If Express Mail or hand-delivery is utilized, the Petition should be delivered to 612 Larson Building, 200 East Gaines Street, Tallahassee, Florida 32399-0300. The written Petition must be received by, and filed in the Office no later than 5:00 p.m. on the twenty-first (21) day after your receipt of this notice. Unless your Petition challenging this action is received by the Office within twenty-one (21) days from the date of the receipt of this notice, the right to a proceeding shall be deemed waived. Mailing the response on the twenty-first day will not preserve your right to a hearing.

If a proceeding is requested and there is no dispute of material fact the provisions of Section 120.57(2), Florida Statutes may apply. In this regard you may submit oral or written evidence in opposition to the action taken by this agency or a written statement challenging the grounds upon which the agency has relied. While a hearing is normally not required in the absence of a dispute of fact, if you feel that a hearing is necessary one may be conducted in Tallahassee, Florida or by telephonic conference call upon your request.

If you dispute material facts which are the basis for this agency's action you may request a formal adversarial proceeding pursuant to Sections 120.569 and 120.57(1), Florida Statutes. If you request this type of proceeding, the request must comply with all of the requirements of Rule Chapter 28-106.201, F.A.C., must demonstrate that your substantial interests have been affected by this agency's action, and contain:

- a) A statement of all disputed issues of material fact. If there are none, the petition must so indicate;
- b) A concise statement of the ultimate facts alleged, including the specific facts the petitioner contends warrant reversal or modification of the agency's proposed action;
- c) A statement of the specific rules or statutes the petitioner contends require reversal or modification of the agency's proposed action; and
- d) A statement of the relief sought by the petitioner, stating precisely the action petitioner wishes the agency to take with respect to the agency's proposed action.

These proceedings are held before a State Administrative Law Judge of the Division of Administrative Hearings. Unless the majority of witnesses are located elsewhere, the Office will request that the hearing be conducted in Tallahassee.

You are hereby notified that mediation under Section 120.573, Florida Statutes, is not available.

Failure to follow the procedure outlined with regard to your response to this notice may result in the request being denied. Any request for administrative proceeding received prior to the date of this notice shall be deemed abandoned unless timely renewed in compliance with the guidelines as set out above.

EXHIBIT C



FILED

FEB 02 2015

OFFICE OF
INSURANCE REGULATION
Docketed by: RS

OFFICE OF INSURANCE REGULATION

KEVIN M. MCCARTY
COMMISSIONER

IN THE MATTER OF:

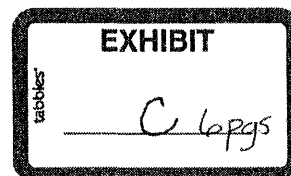
CASE NO.: 108275-09-CO

HANNOVER RÜCK SE
_____ /

SECOND AMENDMENT TO CONSENT ORDER

THIS CAUSE came on for consideration as a result of an agreement between HANNOVER RÜCK SE (hereinafter referred to as "HANNOVER") and the FLORIDA OFFICE OF INSURANCE REGULATION (hereinafter referred to as the "OFFICE") to further amend a Consent Order that was executed on February 24, 2010, case number 108275-09-CO, and first amended by Order of the OFFICE dated December 26, 2012 (the "Order") to extend the expiration date of such Consent Order to December 31, 2015, from December 31, 2012 (Order together with "Consent Order 108275-09-CO," attached as Exhibit A), in response to a change in HANNOVER's secure financial strength ratings. Following a complete review of the record, and upon consideration thereof, and being otherwise fully advised in the premises, the OFFICE hereby finds as follows:

1. The OFFICE has jurisdiction over the subject matter and of the parties herein.
2. HANNOVER is an Eligible Reinsurer in the State of Florida pursuant to Section 624.610(3)(e), Florida Statutes, and Rule 69O-144.007, Florida Administrative Code.
3. Pursuant to Rule 69O-144.007(4), Florida Administrative Code, the secure financial strength ratings of an eligible reinsurer determine the minimum collateral an eligible



reinsurer is required to post for the ceding insurer to take one hundred percent (100%) credit in its financial statements on account of such reinsurance ceded.

4. The National Association of Insurance Commissioners (“NAIC”) Credit for Reinsurance Model Law states, in part, that “[i]f an applicant for certification has been certified as a reinsurer in an NAIC accredited jurisdiction, the commissioner has the discretion to defer to that jurisdiction’s certification, and has the discretion to defer to the rating assigned by that jurisdiction.”

5. HANNOVER currently has secure financial strength ratings of A+ and AA- from A.M. Best and Standard and Poor’s, respectively.

6. HANNOVER is certified as a reinsurer in the State of New York, and the State of New York has assigned HANNOVER a rating that corresponds with ten percent (10%) as the minimum collateral HANNOVER is required to post for a ceding company to take one hundred percent (100%) credit in its financial statements on account of such reinsurance ceded to HANNOVER. The NAIC’s Reinsurance Financial Analysis Working Group (“Reinsurance-FAWG”) has concurred with the rating the State of New York established for HANNOVER.

7. Based on the secure financial strength ratings of HANNOVER, the rating the State of New York assigned HANNOVER, and the Reinsurance-FAWG’s concurrence with such rating, the OFFICE finds that ten percent (10%) is the minimum collateral HANNOVER is required to post for a ceding company to take one hundred percent (100%) credit in its financial statements on account of such reinsurance ceded to HANNOVER.

8. To reflect the minimum collateral HANNOVER is required to post pursuant to Rule 69O-144.007, Florida Administrative Code, Paragraph 7 of Consent Order 108275-09-CO is hereby amended as follows:

For purposes of Rule 69O-144.007(4), Florida Administrative Code, APPLICANT acknowledges the collateral required for the ceding insurer to take one hundred percent (100%) credit in its financial statement on account of such reinsurance ceded be no less than ~~twenty percent (20%)~~ ten percent (10%), unless otherwise amended by the OFFICE. ~~Said collateral requirement shall take effect for agreements incepting on or after January 1, 2010 up until such time as the collateral requirement may be amended by the OFFICE.~~

9. The parties agree that the amendment described in paragraph eight (8) above shall take effect only for agreements incepting on or after January 1, 2015, up until such time as the collateral requirement may be further amended by the OFFICE. For agreements incepting after January 1, 2010 and before January 1, 2015, twenty percent (20%) is still the minimum collateral HANNOVER is required to post for a ceding company to take one hundred percent (100%) credit in its financial statements on account of such reinsurance ceded to HANNOVER.

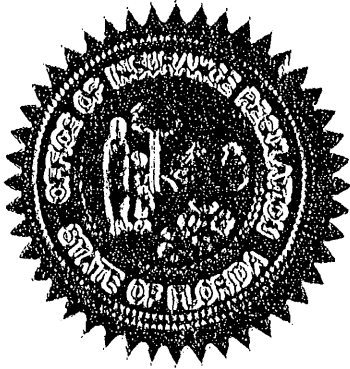
10. The parties agree that all other previous terms and conditions of Consent Order 108275-09-CO, as amended by the Order, remain unchanged by this Second Amendment to Consent Order ("Second Amendment") and remain in full force and effect.

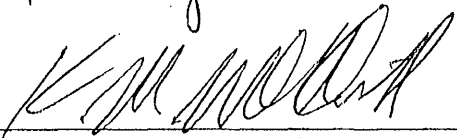
11. The parties agree that this Second Amendment shall be deemed to be executed when the OFFICE has signed a copy of this Second Amendment bearing the signature of HANNOVER or its authorized representative, notwithstanding the fact that the copy may have been transmitted to the OFFICE electronically. Further, HANNOVER agrees that its signature or the signature of its representative as affixed to this Second Amendment shall be under the seal of a Notary Public.

WHEREFORE, the agreement between HANNOVER and the OFFICE, the terms and conditions of which are set forth above, is APPROVED.

FURTHER, all terms and conditions above are hereby ORDERED.

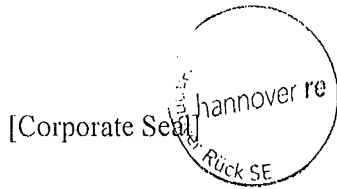
DONE and ORDERED this 2nd day of February, 2014⁵.





Kevin M. McCarty, Commissioner
Office of Insurance Regulation

By execution hereof, HANNOVER RÜCK SE consents to entry of this Second Amendment to Consent Order, agrees without reservation to all of the above terms and conditions, and shall be bound by all provisions herein. The undersigned represents that he or she has the authority to bind HANNOVER RÜCK SE to the terms and conditions of this Second Amendment to Consent Order.



HANNOVER RÜCK SE

By: [Signature]

Print Name: Ulrich Wallin

Title: Chairman of the Executive Board

Date: January 16, 2015

COUNTRY OF Germany

The foregoing instrument was acknowledged before me this 16 day of January 2015,

by Dr Ulrich Haupt as notary
(name of person) (type of authority; e.g., officer, trustee, attorney in fact)

for Hannover Rück SE
(company name)



[Signature]
(Signature of the Notary)

(Print, Type or Stamp Commissioned Name of Notary)

Personally Known x or Produced Identification _____

Type of Identification Produced _____

COPIES FURNISHED TO:

Ulrich Wallin, Chairman and Chief Executive Officer
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EXHIBIT

D

Applicant Name Hannover Ruckversicherung AG

NAIC No. AA-1340125
FEIN: N/A

Uniform Consent to Service of Process

Original Designation Amended Designation
(must be submitted directly to states)

Lisürer Name: Hannover Ruckversicherung AG

Previous Name (if applicable): Hannover Ruckversicherungs-Aktiengesellschaft

Home Office Address: Karl-Wiechert-Allee 50

Country: Germany
City, State, Zip: Hannover, Germany 30625 NAIC CoCode: 10241

The entity named above, organized under the laws of Germany, for purposes of complying with the laws of the State(s) designate hereunder relating to the holding of a certificate of authority or the conduct of an insurance business within said State(s), pursuant to a resolution adopted by its board of directors or other governing body, hereby irrevocably appoints the officers of the State(s) and their successors identified in Exhibit A, or where applicable appoints the required agent so designated in Exhibit A hereunder as its attorney in such State(s) upon whom may be served any notice, process or pleading as required by law as reflected on Exhibit A in any action or proceeding against it in the State(s) so designated; and does hereby consent that any lawful action or proceeding against it may be commenced in any court of competent jurisdiction and proper venue within the State(s) so designated; and agrees that any lawful process against it which is served under this appointment shall be of the same legal force and validity as if served on the entity directly. This appointment shall be binding upon any successor to the above named entity that acquires the entity's assets or assumes its liabilities by merger, consolidation or otherwise; and shall be binding as long as there is a contract in force or liability of the entity outstanding in the State. The entity hereby waives all claims of error by reason of such service. The entity named above agrees to submit an amended designation form upon a change in any of the information provided on this power of attorney.

Applicant Officers' Certification and Attestation

One of the two Officers (listed below) of the Applicant must read the following very carefully and sign:

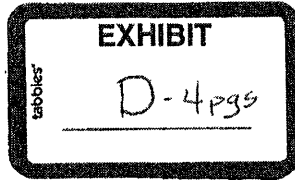
- I acknowledge that I am authorized to execute and am executing this document on behalf of the Applicant.
- I hereby certify under penalty of perjury under the laws of the applicable jurisdictions that all of the foregoing is true and correct, executed at _____.

10/5/09
Date

[Signature]
Signature of President Vice President
Anders Larsson
Full Legal Name of President

10/5/09
Date

[Signature]
Signature of Secretary Assistant Secretary
Robert Rudolph
Full Legal Name of Secretary



Uniform Consent to Service of Process

Exhibit A

Place an "X" before the names of all the States for which the person executing this form is appointing the designated agent in that State for receipt of service of process:

<input type="checkbox"/>	AL	Commissioner of Insurance # and Resident Agent*	<input type="checkbox"/>	MT	Commissioner of Insurance #
<input type="checkbox"/>	AK	Director of Insurance #	<input type="checkbox"/>	NE	Officer of Company* or Resident Agent* (circle one)
<input type="checkbox"/>	AZ	Director of Insurance # ^	<input type="checkbox"/>	NH	Commissioner of Insurance #
<input type="checkbox"/>	AR	Resident Agent *	<input type="checkbox"/>	NV	Commissioner of Insurance of Insurance Commission # ^
<input type="checkbox"/>	AS	Commissioner of Insurance #	<input type="checkbox"/>	NJ	Commissioner of Banking and Insurance #^
<input type="checkbox"/>	CO	Commissioner of Insurance # or Resident Agent* (circle one) ^	<input type="checkbox"/>	NM	Superintendent of Insurance #
<input type="checkbox"/>	CT	Commissioner of Insurance #	<input type="checkbox"/>	NY	Superintendent of Insurance #
<input type="checkbox"/>	DE	Commissioner of Insurance #	<input type="checkbox"/>	NC	Commissioner of Insurance
<input type="checkbox"/>	DC	Commissioner of Insurance and Securities Regulation # or Local Agent* (circle one)	<input type="checkbox"/>	ND	Commissioner of Insurance # ^
<input checked="" type="checkbox"/>	FL	Chief Financial Officer # ^	<input type="checkbox"/>	OH	Resident Agent*
<input type="checkbox"/>	GA	Commissioner of Insurance and Safety Fire # and Resident Agent*	<input type="checkbox"/>	OR	Resident Agent*
<input type="checkbox"/>	GU	Commissioner of Insurance #	<input type="checkbox"/>	OK	Commissioner of Insurance #
<input type="checkbox"/>	HI	Insurance Commissioner # and Resident Agent*	<input type="checkbox"/>	PR	Commissioner of Insurance #
<input type="checkbox"/>	ID	Director of Insurance # ^	<input type="checkbox"/>	RI	Commissioner of Insurance # ^
<input type="checkbox"/>	IL	Director of Insurance #	<input type="checkbox"/>	SC	Director of Insurance #
<input type="checkbox"/>	IN	Resident Agent* ^	<input type="checkbox"/>	SD	Director of Insurance # ^
<input type="checkbox"/>	IA	Commissioner of Insurance #	<input type="checkbox"/>	TN	Commissioner of Insurance #
<input type="checkbox"/>	KS	Commissioner of Insurance #	<input type="checkbox"/>	TX	Resident Agent*
<input type="checkbox"/>	KY	Secretary of State #	<input type="checkbox"/>	UT	Resident Agent* ^
<input type="checkbox"/>	LA	Secretary of State #	<input type="checkbox"/>	VT	Secretary of State #
<input type="checkbox"/>	MD	Insurance Commissioner #	<input type="checkbox"/>	VI	Lieutenant Governor/Commissioner#
<input type="checkbox"/>	ME	Resident Agent* ^	<input type="checkbox"/>	WA	Insurance Commissioner #
<input type="checkbox"/>	MI	Resident Agent *	<input type="checkbox"/>	WY	Secretary of State # @
<input type="checkbox"/>	MN	Commissioner of Commerce #	<input type="checkbox"/>	WY	Commissioner of Insurance #
<input type="checkbox"/>	MS	Commissioner of Insurance and Resident Agent* BOTH are required.	<input type="checkbox"/>		

For the forwarding of Service of Process received by a State Officer complete Exhibit B listing by state the entities (one per state) with full name and address where service of process is to be forwarded. Use additional pages as necessary. Exhibit not required for New Jersey, and North Carolina. Florida accepts only an individual as the entity and requires an email address. New Jersey allows but does not require a foreign insurer to designate a specific forwarding address on Exhibit B. SC will not forward to an individual by name; however, it will forward to a position, e.g., Attention: President (or Compliance Officer, etc.).

* Attach a completed Exhibit B listing the Resident Agent for the insurer (one per state). Include state name, Resident Agent's full name and street address. Use additional pages as necessary. (DC* requires an agent within a ten mile radius of the District).

^ Initial pleadings only. Kansas requires two signatures.

@ Form accepted only as part of a Uniform Certificate of Authority application.

MA will send the required form to the applicant when the approval process reaches that point.

Exhibit A

Exhibit B

Complete for each state indicated in Exhibit A:

State FL Name of Entity Hannover Ruckversicherung AG
Phone Number (212) 812-8322 Fax Number (212) 812-8382
Email Address rromano@lockelord.com
Mailing Address Robert A. Romano, Esq, of Looke Lord Bissell & Liddell, LLP
Street Address Three World Financial Center, 20th Floor, New York, New York 10281

State _____ Name of Entity _____
Phone Number _____ Fax Number _____
Email Address _____
Mailing Address _____
Street Address _____

State _____ Name of Entity _____
Phone Number _____ Fax Number _____
Email Address _____
Mailing Address _____
Street Address _____

State _____ Name of Entity _____
Phone Number _____ Fax Number _____
Email Address _____
Mailing Address _____
Street Address _____

State _____ Name of Entity _____
Phone Number _____ Fax Number _____
Email Address _____
Mailing Address _____
Street Address _____

Exhibit B

Resolution Authorizing Appointment of Attorney

BE IT RESOLVED by the Board of Directors or other governing body of

Hannover Ruckversicherung AG

(company name)

this 1st day of November, 2004, that the ^{Vice Assistant} President or Secretary of said entity be and are hereby authorized by the Board of Directors and directed to sign and execute the Uniform Consent to Service of Process to give irrevocable consent that actions may be commenced against said entity in the proper court of any jurisdiction in the state(s) of

Florida

in which the action shall arise, or in which plaintiff may reside, by service of process in the state(s) indicated above and irrevocably appoints the officer(s) of the state(s) and their successors in such offices or appoints the agent(s) so designated in the Uniform Consent to Service of Process and stipulate and agree that such service of process shall be taken and held in all courts to be as valid and binding as if due service had been made upon said entity according to the laws of said state.

I, Robert Redpath ^{Assistant} Secretary of
CERTIFICATION
Hannover Ruckversicherung AG
(company name)

state that this is a true and accurate copy of the resolution adopted effective the 1st day of November, 2004 by the Board of Directors or governing board at a meeting held on the 1st day of November, 2004 or by written consent dated day of , 20 .

R. J. Khan
Assistant Secretary

No. 6 of the Document Register of 2016

I hereby notarially certify, that the foregoing signatures has been personally signed in my presence and belongs to

- a) Mr. Ulrich Wallin, born 27.11.1954, Hannover, and
- b) Mr. Jürgen Gräber, born 18.09.1956, Hannover,

both personally known and have there business address at Karl-Wiechert-Allee 50, 30625 Hannover - where I went on request -.

The notary asked for previous activities in the same matter according to § 3 para. 1 no. 7 BeurkG. The Appearers replied in the negative.

Based on today examination of the electronic Commercial Register kept by the District Court (Amtsgericht) of Hannover HR B 6778, I, further confirm that Mr. Wallin and Mr. Gräber are authorized to jointly represent Hannover Rück SE, Hannover.

Hannover, this 8th day of January 2016

L. S.

sig. Dr. Haupt

Dr. Ulrich Haupt
notary public